

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT No. 41.
FILED, JUNE 15th, 1961.

KIRKLAND MINERALS CORPORATION LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

JUN 29 1961

To be read in conjunction with Filing Statement No. 582 dated May 24, 1961.

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	The company, in partnership with Spartan Air Services Limited, 2117 Carling Avenue, Ottawa, acquired for \$10,000.00, paid by the company, an option to purchase all the issued capital stock of Delta Electronics Limited, on or before July 15th, 1961. The total purchase price is \$100,000.00 payable by the company, which will receive one half the issued common shares of Delta, and 53,000 treasury shares of Spartan, which will receive half the issued common shares and \$21,200.00 face value of preference shares of Delta. The optionees intend to exercise the option forthwith upon acceptance of various filings being made by the optionees.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No payment has been made or is to be made to any promoter or finder in connection with the above acquisition.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	Management control of Delta will be held equally by the company and Spartan, and Sydney Wellum, one of the vendors and the present President of Delta, will continue as President and General Manager. Upon the acquisition taking place, the company and Spartan will be committed to supply to Delta, if called upon, additional working capital at the rate of \$5,000.00 per month to a limit of \$50,000.00 during the first year following acquisition. Subject to such expansion as may thereby be made possible, it is intended that Delta will continue its normal business.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The vendors are Sydney Wellum, 1084 Argyle Drive, Oakville, Klaus Erler, 80 Gilley Avenue, Downsview and Ronald Leighton, 2 Barwell Crescent, Rexdale.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	No person other than the vendors named above has received or will receive any part of the consideration paid or payable in connection with the acquisition described herein.
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	During the period from May 3rd to May 18th, 1961, the company sold on the market the 10,000 shares of Teck-Hughes Gold Mines, Limited received for its patented mining claims in Teck Township, and realized net proceeds of \$16,273.00.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	To ensure continuity of management and as part consideration of the acquisition, each vendor has agreed to enter into an employment contract with Delta on closing; Sydney Wellum as General Manager for a period of five years, Klaus Erler as Plant Manager for a period of two years and Ronald Leighton as Chief Engineer for a period of five years. Each contract provides for yearly bonuses based upon improvements in the department for which each employee is responsible.
Statement of any other material facts and if none, so state.	None of the vendors named herein has any interest either present or expected in Kirkland Minerals Corporation Limited, and the transaction is at arms length in all respects. There are no other material facts.

DATED June 19th, 1961.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

KIRKLAND MINERALS CORPORATION LIMITED

per:

per:

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

KIRKLAND MINERALS CORPORATION LIMITED
STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS
FOR THE TWO MONTHS ENDED 31 MAY 1961

Cash on hand and in banks, 31 March 1961

\$ 25,123.63

Receipts

Proceeds of sale of 10,000 shares of
Teck-Hughes Gold

\$ 16,788.00

Proceeds of sale of equipment and
inventory

19,863.66

Bond interest received

60.00

Term deposit and interest thereon
returned to general account

100,863.01

137,574.67

\$ 162,698.30

Disbursements

Purchase of 400,000 shares of Quebec
Gold Mining & Metals

\$160,000.00

Wages at mine property

4,452.55

Secretarial services

1,800.00

Administrative salaries

1,176.25

Directors fees and meetings

400.00

Legal and audit fees

3,023.60

Advanced to subsidiary companies

998.23

Sundry mine expenses

947.92

Sundry administrative expenses

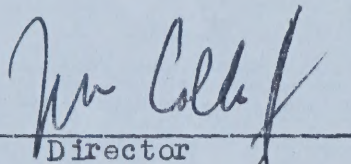
942.31

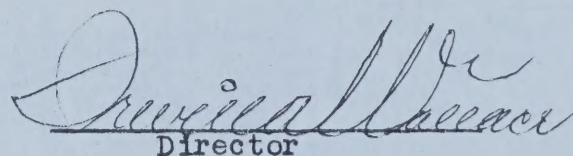
173,740.86

Net bank overdraft at 31 May 1961

\$ 11,042.56

APPROVED:


Director


Director

DELTA ELECTRONICS LIMITED

BALANCE SHEET

AS AT APRIL 30, 1961

ASSETS

CURRENT ASSETS:

Cash on hand
Cash on deposit
Accounts receivable - trade
Accounts receivable - employees
Inventories (at cost)
Refundable Ontario income taxes (1960)
Prepaid insurance

100.00
9,174.05
26,184.79
54.84
37,383.27
223.63
218.00

FIXED ASSETS:

Net book value (see Schedule D)

13,920.39

OTHER ASSETS:

Goodwill and rights
Incorporation expense

14,000.00
478.25

73,438.58

LIABILITIES

CURRENT LIABILITIES:

Accounts payable - trade
Accrued charges
Employees tax payable
Sales tax payable
Reserve for income taxes
Dividends payable

28,487.12
4,711.56
796.99
1,571.04
10,429.75
1,060.00

CAPITAL AND SURPLUS:

CAPITAL STOCK:
AUTHORIZED:

3,000 Preference shares, 5% non-cumulative
redeemable, par value \$10.00 each
10,000 Common shares, no par value,
(not to exceed)

30,000.00
10,000.00
40,000.00

ISSUED AND FULLY PAID:

2,120 Preference shares
10,000 Common shares

14,478.25

EARNED SURPLUS:

Balance as at April 30, 1960
Add: Net income for the year
ended April 30, 1961

328.76
24,602.40

Deduct: Dividends declared

24,931.16
1,060.00

54,680.76
101,737.22

Approved on behalf of the board:

Director:

Director:

Submitted with the report of Everett A.E. Fagg, C. A..

DELTA ELECTRONICS LIMITEDPROFIT AND LOSS ACCOUNTFOR THE YEAR ENDED APRIL 30, 1961

<u>SALES:</u>		
Less: Sales tax thereon	302,731.53	
	<u>29,149.58</u>	273,581.95
<u>COST OF GOODS SOLD:</u>		
Inventory of finished product April 30, 1960	16,500.00	
Add: Cost of goods manufactured	174,709.15	
Cost of salesman's samples	<u>1,297.98</u>	
	192,507.13	
Less: Inventory April 30, 1961	<u>9,063.62</u>	183,443.51
<u>GROSS PROFIT:</u>		90,138.44
<u>SELLING EXPENSES:</u>		
Advertising	553.98	
Salesmen's salary and commission	19,194.42	
Sales promotion	2,162.20	
Travel expense	3,034.28	
Freight-out	175.69	
Depreciation - auto	<u>1,200.00</u>	26,320.57
<u>ADMINISTRATIVE EXPENSES:</u>		
Office salaries	5,818.00	
Officers' salaries	10,400.00	
Office expense	772.48	
Postage	556.79	
Printing and stationery	712.50	
Insurance	313.95	
Legal expense	228.75	
Audit fees	505.00	
Consultants fees	235.00	
Business tax	375.28	
Telephone	<u>2,264.52</u>	
Leasehold improvements written off	48.18	
Depreciation - office equipment	577.18	
Bad debts written off	306.28	
Administrative salary	<u>1,000.00</u>	24,173.91
<u>FINANCIAL EXPENSES:</u>		
Discounts allowed	3,490.12	
Bank charges and interest	689.87	
Interest on loans	405.75	
Less: U.S. Exchange	<u>(45.01)</u>	
Discounts earned	(128.92)	4,611.81
		55,106.29
<u>NET OPERATING PROFIT:</u>		35,032.15
Deduct: Provision for Dominion Income taxes	6,576.21	
Provision for Ontario Income taxes	<u>3,853.54</u>	10,429.75
<u>NET INCOME TO SURPLUS:</u>		<u>24,602.40</u>

Schedule C.

DELTA ELECTRONICS LIMITEDMANUFACTURING ACCOUNTFOR THE YEAR ENDED APRIL 30, 1961

<u>INVENTORY OF WORK IN PROCESS</u> April 30, 1960		1,089.00
<u>COST OF MATERIALS USED:</u>		
Inventory of materials April 30, 1960	18,905.54	
Purchase, duty, freight	<u>101,185.34</u>	
	120,090.88	
Less: Inventory of materials April 30, 1961	<u>18,762.26</u>	101,328.62
<u>DIRECT LABOUR:</u>		54,838.08
<u>FACTORY OVERHEAD:</u>		
Rent	2,104.00	
Realty taxes	792.98	
Heat light power water	1,490.60	
Unemployment insurance	805.28	
Workmen's compensation	154.10	
Depreciation - dies, equipment	2,269.48	
Leasehold improvements	293.29	
Factory expense and supplies	<u>1,538.45</u>	
Small tools	869.36	
Janitor service	212.96	
C.I.A. and license	525.66	
Travel expense	<u>1,240.70</u>	12,296.86
<u>ENGINEERING:</u>		
Salaries	12,220.00	
Samples bought in	197.01	
Travel	1,883.75	
Miscellaneous	7.59	
Depreciation - equipment	509.63	
Less services rendered	<u>(104.00)</u>	14,713.98
		181,177.54
<u>TOTAL COSTS:</u>		184,266.54
Less: Work in process April 30, 1961		<u>9,557.39</u>
<u>COST OF GOODS MANUFACTURED:</u>		<u>174,709.15</u>

DELTA ELECTRONICS LIMITED
SCHEDULE OF FIXED CAPITAL ASSETS

APRIL 30, 1961

	<u>COST</u>		<u>ACCUMULATED DEPRECIATION</u>		<u>NET VALUES</u>	
	<u>April 30, 1960</u>	<u>Additions</u>	<u>April 30, 1961</u>	<u>April 30, 1961</u>	<u>April 30, 1961</u>	<u>April 30, 1961</u>
MACHINERY & EQUIPMENT	4,896.48	1,696.09	6,592.57	1,170.18	1,084.48	2,254.66
ENGINEERING EQUIPMENT		2,548.17	2,548.17		509.63	509.63
OFFICE EQUIPMENT	2,013.65	1,249.70	3,363.35	477.43	577.18	1,054.61
LEASEHOLD IMPROVEMENTS:						
Office	186.94	53.96	240.90	37.39	48.18	85.57
Factory	1,466.45		1,466.45	293.29	293.29	586.58
DIES	4,125.95	585.00	4,710.95	4,125.95	585.00	4,710.95
SMALL TOOLS	688.21	869.36	1,557.57	688.21	869.36	1,557.57
AUTOMOBILES:						
Sales		4,000.00	4,000.00		1,200.00	1,200.00
Factory		2,000.00	2,000.00		600.00	600.00
Totals:	<u>13,377.68</u>	<u>13,102.28</u>	<u>26,479.96</u>	<u>6,792.45</u>	<u>5,767.12</u>	<u>12,559.57</u>
						<u>13,920.39</u>

DELTA ELECTRONICS LIMITED
STATEMENT OF EARNINGS
FOR THE THREE YEARS ENDED APRIL 30, 1961

	<u>1959</u>	<u>1960</u>	<u>1961</u>
<u>NET INCOME</u> before taking into account the following items:	1,107.42	7,620.27	40,799.27
Depreciation and amortization of fixed assets	946.14	5,846.31	5,767.12
Loss on leasehold improvements (moving expense)		1,534.23	
Provision for income taxes	36.01	55.14	10,429.75
<u>NET PROFIT:</u>	125.27	184.59	24,602.40

AUDITOR'S REPORT

To the Directors
DELTA ELECTRONICS LIMITED

I have examined the statement of earnings of Delta Electronics Limited for the three years ended April 30, 1961. My examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as I considered necessary in the circumstances.

In my opinion, the accompanying statement of earnings presents fairly the earnings of the company for the three years ended April 30, 1961 in accordance with generally accepted accounting principles.

Respectfully submitted

Lawrence A. E. Fugg
Chartered Accountant

Toronto, Ont.
May 17, 1961

3048 Bloor Street West,
Toronto, Ontario.

AUDITOR'S REPORT

To the Shareholders
of
DELTA ELECTRONICS LIMITED

I have examined the balance sheet of Delta Electronics Limited as at April 30, 1961 and the statement of profit and loss and surplus for the year ended on that date. My examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as I considered necessary in the circumstances.

In my opinion the accompanying balance sheet and statements of profit and loss and surplus present fairly the financial position of the company as at April 30, 1961 and the results of its operations for the year ended on that date, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

Lawrence A. E. Fugg
CHARTERED ACCOUNTANT

Toronto, Canada
May 17, 1961